



CLUB CONSTITUTION

**REVISION 4
11/2020**

**THIS REVISION SUPERSEDES ALL PREVIOUS REVISIONS AND WILL BE CONSIDERED BINDING UNTIL
A SUBSEQUENT REVISION IS DISPOSITIONED**



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Approved By: PANTHER AERO BOD

Date: 11/2020

REVISION HISTORY		
REVISION	DESCRIPTION	DATE
0	ISSUE	02/1983
1	REVISED ARTICLES III THRU X, ADDED ARTICLE XIII	01/2001
2	REVISED ARTICLE I AND V	04/2013
3	GENERAL REORGANIZATION AND UPDATES	11/2020

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ARTICLE I: PURPOSE

1. THE PURPOSE OF THE CLUB IS TO PROVIDE PRIVATE ACCESS TO GENERAL AVIATION AIRCRAFT AND FLIGHT TRAINING.

ARTICLE II: MEMBERSHIP

2. TO BE ELIGIBLE FOR ACTIVE MEMBERSHIP, AN INDIVIDUAL MUST POSSESS, OR BE ABLE TO POSSESS, AN FAA AIRMEN CERTIFICATE AND VALID MEDICAL CERTIFICATION, INCLUDING BASIC MED. THERE ARE NO ELIGIBILITY LIMITATIONS FOR INACTIVE OR STUDENT PILOT MEMBERSHIPS, NEITHER OF WHICH REQUIRE LICENSURE OR CERTIFICATION. ANY MEMBERSHIP APPLICATION MAY BE DENIED FOR ANY REASON AT THE DISCRETION OF THE BOARD OF DIRECTORS.
3. A PERSON SHALL BE DEEMED A MEMBER OF THE CLUB UPON:
 - a. ACCEPTANCE OF SIGNED MEMBERSHIP APPLICATION BY THE CLUB SECRETARY
 - b. PAYMENT OF INITIAL MEMBERSHIP FEE AND FIRST MONTH'S DUES
4. IT IS A MEMBER'S RESPONSIBILITY TO NOTIFY THE CLUB IN WRITING OF ANY INFORMATION THAT MATERIALLY AFFECTS THEIR MEMBERSHIP STANDING OR POSITION AS AN OFFICER.
5. MEMBERS MAY BE GRANTED INACTIVE STATUS BY SUBMITTING A WRITTEN REQUEST TO THE CLUB SECRETARY, AND SHALL BE EFFECTIVE ON THE FIRST DAY OF THE MONTH FOLLOWING RECEIPT OF THE REQUEST. INACTIVE MEMBERS MAY NOT OPERATE CLUB AIRCRAFT AS PILOT IN COMMAND, HOWEVER THEY ARE STILL RESPONSIBLE FOR FOLLOWING ALL CLUB RULES, PROCEDURES, ETC. INACTIVE MEMBERS ARE STILL RESPONSIBLE FOR ALL CLUB DUES AND FEES EXCEPT ANY MINIMUM MONTHLY HOURLY CHARGES FOR CLUB AIRCRAFT. ACTIVE STATUS MAY BE REGAINED BY SUBMITTING A WRITTEN REQUEST TO THE CLUB SECRETARY.
6. MEMBERS MAY RESIGN FROM THE CLUB BY SUBMITTING A WRITTEN RESIGNATION TO THE CLUB SECRETARY. RESIGNATION WILL ALSO BE ASSUMED IF THE CLUB MEMBER'S ACCOUNT BALANCE HAS EXHAUSTED, NO PAYMENT IS RECEIVED FOR THREE CONSECUTIVE STATEMENT PERIODS, AND REPEATED ATTEMPTS TO CONTACT THE MEMBER ARE UNSUCCESSFUL. THE RESIGNATION WILL BECOME EFFECTIVE ON THE FIRST DATE OF THE MONTH FOLLOWING RECEIPT OF RESIGNATION, OR ANY LATER DATE SPECIFIED BY THE MEMBER. THE CLUB SECRETARY WILL CONFIRM RESIGNATION BY SUBMITTING A WRITTEN LETTER OF RESIGNATION, FINAL STATEMENT, AND IF APPLICABLE, A REFUND OF ANY POSITIVE ACCOUNT BALANCE TO THE MEMBER. ANY AMOUNT OWED BY THE MEMBER MUST BE PAID UPON RESIGNATION.




- MEMBERS MAY BE DISCIPLINED, SUSPENDED, OR EXPELLED FROM THE CLUB FOR VIOLATIONS OF THIS CONSTITUTION, THE FLIGHT AND OPERATING RULES, FARs, FBO RULES AND PROCEDURES, OR ANY OTHER REASON AT THE DISCRETION OF THE BOARD.

ARTICLE III: COST STRUCTURE AND MEMBER PAYMENT

- THE BOARD OF DIRECTORS WILL ANNUALLY REVIEW THE FIXED AND VARIABLE EXPENSES ASSOCIATED WITH OPERATING THE FLYING CLUB, AND MAY ADJUST MEMBERSHIP DUES, FEES, AIRCRAFT CHARGES, AND ANY OTHER COSTS NOT TO EXCEED THOSE NECESSARY ENSURE SOLVENCY AND CASH RESERVE GOALS ARE MET. MEMBERS SHALL BE NOTIFIED OF ALL COST UPDATES IN A TIMELY MANNER. ALL CURRENT COSTS WILL BE RECORDED ON A CLUB COST SHEET AND MADE AVAILABLE TO THE MEMBERS.
- THE CLUB TREASURER SHALL PROVIDE EACH MEMBER WITH A CUMULATIVE MONTHLY FINANCIAL STATEMENT REFLECTING THAT MEMBER'S FINANCIAL TRANSACTIONS WITH THE CLUB SINCE THE LAST STATEMENT. FINANCIAL TRANSACTIONS INCLUDE DUES AND FEES, BILLABLE AIRCRAFT FLIGHT HOURS BASED ON THE HOBBS METER INSTALLED IN THE AIRCRAFT, FUEL REIMBURSEMENTS, DEPOSITS, AND ANY OTHER MISCELLANEOUS TRANSACTIONS AGREED UPON BETWEEN THE MEMBER AND THE TREASURER.
- EACH MEMBER SHALL MAINTAIN EITHER A ZERO OR POSITIVE CASH BALANCE IN THEIR ACCOUNT AS REFLECTED PER THE MONTHLY FINANCIAL STATEMENT. ANY NEGATIVE BALANCE NOT PAID BY THE FIRST OF THE MONTH FOLLOWING RECEIPT OF A STATEMENT REFLECTING SAID NEGATIVE BALANCE IS SUBJECT TO A PENALTY OF AN AMOUNT DETERMINED BY THE BOARD OF DIRECTORS AND REFLECTED ON THE CLUB'S OFFICIAL COST SHEET PROVIDED TO THE MEMBERS.

ARTICLE IV: GOVERNANCE

- THE CLUB SHALL BE GOVERNED BY AN ODD-NUMBERED BOARD OF DIRECTORS. ALL BOARD MEMBERS MUST BE CLUB MEMBERS.
- BOARD MEMBERS SHALL BE APPOINTED TO THE BOARD THROUGH A UNANIMOUS VOTE BY THE CURRENT BOARD OF DIRECTORS.
- THERE IS NO TERM LIMIT FOR BOARD MEMBERS. A BOARD MEMBERS TERM ENDS WHEN THEY RESIGN FROM THE BOARD OR THE CLUB OR ARE UNANIMOUSLY VOTED OUT OF OFFICE BY THE REMAINING MEMBERS OF THE BOARD.
- THE BOARD SHALL CONSIST OF A PRESIDENT, VICE PRESIDENT, SECRETARY TREASURER, AND TWO OR MORE MEMBERS AT LARGE CONSTITUTING AN ODD NUMBER.


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ARTICLE V: MEETINGS

15. THE BOARD OF DIRECTORS SHALL MEET AT LEAST ONCE ANNUALLY TO ASSESS COSTS, MEMBERSHIP STATUS, INSURANCE, AND PROGRESS OF ANY ACTION ITEMS DETERMINED AT THE PRECEDING MEETING.
16. AT THE DISCRETION OF THE BOARD, SPECIAL MEETINGS MAY BE CALLED FOR EXTENUATING CIRCUMSTANCES INCLUDING BUT NOT LIMITED TO AN AIRCRAFT ACCIDENT OR INCIDENT, MEMBER SUSPENSION OR TERMINATION, CAPITAL EXPENDITURE, AND ANY OTHER REASON WHICH MAY MATERIALLY AFFECT THE INTEGRITY OR FINANCIAL SOLVENCY OF THE CLUB.
17. BOARD MEETINGS ARE OPEN TO THE GENERAL MEMBERSHIP UNLESS HELD FOR THE PURPOSE OF REVIEWING A MEMBER'S DISCIPLINARY CASE.
18. MEETINGS CAN BE CONDUCTED EITHER IN-PERSON OR VIA TELEPHONE, VIDEO CONFERENCE, EMAIL, OR ANY OTHER MEANS AGREED UPON BY THE BOARD MEMBERS. IN-PERSON MEETINGS WILL BE CONDUCTED AT A TIME AND PLACE SPECIFIED BY THE BOARD.

ARTICLE VI: POWERS OF THE BOARD AND CHIEF PILOT

19. ANY ACTION OF THE BOARD OF DIRECTORS REQUIRES A MAJORITY VOTE OF THE BOARD MEMBERS.
20. BOARD MEMBERS SHALL ESTABLISH AND MAINTAIN A SET OF OPERATIONAL RULES AND SUCH RULES SHALL BE BINDING UPON ALL MEMBERS. EACH MEMBER SHALL BE PROVIDED, IN EITHER ELECTRONIC OR HARD COPY FORMAT, A CURRENT COPY OF SUCH RULES. ANY REVISION TO THE RULES REQUIRES UNANIMOUS APPROVAL OF THE BOARD OF DIRECTORS.
21. THE BOARD MAY APPOINT QUALIFIED INDIVIDUALS TO VARIOUS POSITIONS OF RESPONSIBILITY. ALL CLUB FLIGHT INSTRUCTORS MUST BE APPROVED BY THE CHIEF PILOT.
22. THE CHIEF PILOT IS A BOARD-DESIGNATED CFI WHO IS RESPONSIBLE FOR OVERSEEING ALL CLUB FLIGHT INSTRUCTION ACTIVITIES INCLUDING BUT NOT LIMITED TO:
 - a. APPROVING OTHER CLUB FLIGHT INSTRUCTORS
 - b. PERFORMING PHASE CHECKS (SUCH AS PRE-SOLO AND PRE-CHECKRIDE)
 - c. SCREENING NEW MEMBERS
 - d. DESIGNATING INITIAL STUDENT-INSTRUCTOR PAIRINGS BASED ON CLUB DEMAND AND INSTRUCTOR AVAILABILITY
 - e. SETTING INSTRUCTOR HOURLY AND INTRODUCTORY FLIGHT FEES
23. THE CHIEF PILOT IS RESPONSIBLE FOR DEVELOPING AND ENFORCING ALL AIRCRAFT AND CLUB SAFETY PROCEDURES, APPROVING MAINTENANCE, REVIEWING CERTAIN MEMBER DISCIPLINARY CASES, AND

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APPROVING AND REMOVING MEMBER SUSPENSIONS. THE CHIEF PILOT MAY DELEGATE THESE RESPONSIBILITIES AS THEY SEE FIT.

24. ANY BOARD MEMBER MAY ASSIGN THEIR PROXY TO ANOTHER BOARD MEMBER.

ARTICLE VII: CAPITAL EXPENDITURES

25. EXCEPT FOR CERTAIN REVOLVING FIXED EXPENSES (SUCH AS INSURANCE, ANNUAL INSPECTION BASE RATES) PREVIOUSLY AGREED UPON BY THE BOARD, FINANCIAL TRANSACTIONS IN EXCESS OF \$1000 SHALL BE PRESENTED TO THE BOARD FOR CONSIDERATION. SUCH EXPENDITURE MUST BE RATIFIED BY A MAJORITY OF BOARD MEMBERS. THE BOARD MAY DELEGATE RESPONSIBILITY FOR ANY GIVEN EXPENDITURE TO ANY OTHER MEMBER OR MEMBERS OF THE CLUB. IN ALL CASES, THE FINAL RESPONSIBILITY FOR SELECTING THE VENDOR AND ITEM LIES WITH THE BOARD OF DIRECTORS.


ARTICLE VIII: DISCIPLINARY PROCEDURES

26. A MEMBER IN VIOLATION OF CLUB CONSTITUTION PROVISIONS, CLUB OPERATING PROCEDURES, FARS, FBO FACILITY RULES OR PROCEDURES, OR ANY OTHER REASON AT DISCRETION OF THE BOARD MAY HAVE ALL RIGHTS AND PRIVILEGES SUSPENDED. THE SUSPENSION WILL BE EFFECTIVE IMMEDIATELY FROM THE TIME THE MEMBER IS FIRST NOTIFIED BY THE CHIEF PILOT, A BOARD MEMBER, OR CLUB CFI. IF THE VIOLATION INVOLVES AIRCRAFT OPERATION, SAFETY, FLIGHT INSTRUCTION, OR MAINTENANCE, THE CHIEF PILOT MUST REVIEW THE CASE AND DETERMINE APPROPRIATE ACTION. ALL OTHER CASES WILL BE REVIEWED BY THE BOARD OF DIRECTORS.

27. A SUSPENDED MEMBER IS ENTITLED TO A TIMELY REVIEW OF THEIR CASE BY THE CHIEF PILOT OR BOARD OF DIRECTORS. FOR THE PURPOSES OF THIS SECTION, EVERY EFFORT WILL BE MADE TO REVIEW THE CASE WITHIN TWO WEEKS OF THE SUSPENSION, HOWEVER, THE REVIEWER HAS UP TO 30 DAYS TO REVIEW THE CASE AND DELIVER A DECISION TO THE SUSPENDED MEMBER.

28. THE RESULTS OF A REVIEW WILL BE PRESENTED TO THE MEMBER WITHIN THREE DAYS OF THE DECISION. DECISION MAY INCLUDE BUT ARE NOT LIMITED TO FINANCIAL OBLIGATION PRESENTED TO THE MEMBER, REMEDIAL TRAINING, OR TERMINATION.

29. A SUSPENDED MEMBER IS STILL RESPONSIBLE FOR ALL CLUB DUES, FEES, AND ANY OUTSTANDING PAYMENT OWED TO THE CLUB DURING THE SUSPENSION. A SUSPENDED MEMBER MAY RESIGN FROM THE CLUB DURING THE SUSPENSION PERIOD, HOWEVER IS SUBJECT THE RESIGNATION GUIDELINES SET FORTH IN **ARTICLE II, SECTION 6.**

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ARTICLE IX: INSURANCE

30. THE CLUB SHALL PROVIDE LIABILITY AND HULL INSURANCE ON CLUB-OWNED AIRCRAFT FOR THE INDEMNIFICATION OF CLUB MEMBERS AGAINST CASUALTY LOSS. THE AMOUNT AND VENDOR OF SUCH COVERAGE SHALL BE DETERMINED BY THE BOARD.
31. A MEMBER SHALL NOT BE PERSONALLY LIABLE FOR ANY DEBT, OBLIGATION, OR LIABILITY OF THE CLUB EXCEPT THAT THE MEMBER MAY BECOME PERSONALLY LIABLE BY THEIR ACTS. THE BOARD ALSO RESERVES THE RIGHT TO PASS ON THE DEDUCTIBLE EXPENSE TO THE MEMBER WHEN IT IS DETERMINED A MEMBER'S NEGLIGENCE RESULTED IN THE INSURANCE CLAIM.

ARTICLE X: SURPLUS AND DISSOLUTION

32. THE NET SURPLUS, CASH, SAVINGS, OR ANY OTHER LIQUID ASSET REMAINING AFTER OPERATING COSTS AND EXPENSES ARE SETTLED SHALL REMAIN IN THE CLUB TREASURY. UPON DISSOLUTION OF THE CLUB, ALL THE REMAINING FUNDS AND CLUB PROPERTY INCLUDING AIRCRAFT WILL BE DISPOSED OF IN A MANNER TO BENEFIT AVIATION. IN NO INSTANCE WILL SUCH FUNDS OR PROPERTY BE DISTRIBUTED TO ANY MEMBER OR MEMBERS FOR THEIR INDIVIDUAL USE.

ARTICLE XI: AMENDMENTS

33. CONSTITUTIONAL AMENDMENTS MAY BE PROPOSED BY ANY MEMBER AND WILL BE REVIEWED BY THE BOARD. A MAJORITY VOTE OF THE BOARD WILL BE NECESSARY TO APPROVE ANY AMENDMENTS.